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National Association of Credit Managers

Constitution and by-laws, rev. 1907, amended...1913

New York

1914

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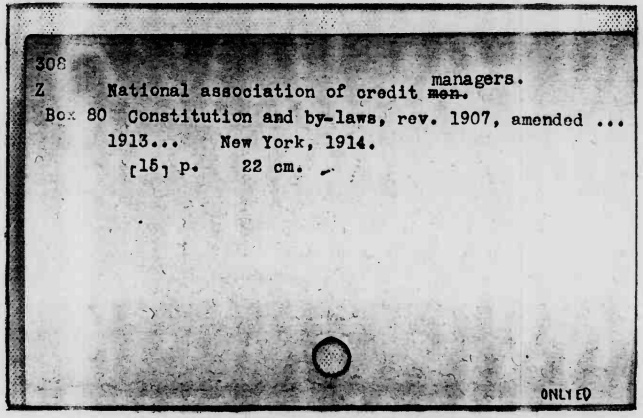

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National Association

—of—

Credit Men

Constitution and By-Laws

New York, N. Y.

National Association

—of—

Credit Men

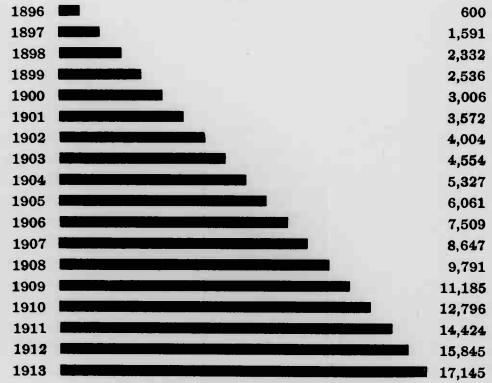
Constitution and By-Laws

Revised 1907
Amended 1908, 1912, 1913

41 Park Row, New York

Published Feb. 2, 1914

MEMBERSHIP



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NATIONAL ASSOCIATION OF CREDIT MEN

ORGANIZED, TOLEDO, O., JUNE 25, 1896.
INCORPORATED, NEW YORK, N. Y., DECEMBER 13, 1897

PRESIDENTS

1896 to 1914

1896 to 1897
WILLIAM H. PRESTON, Sioux City, Iowa.

1897 to 1899
JAMES G. CANNON, New York, N. Y.

1899 to 1901
*JOHN FIELD, Philadelphia, Pa.

1901 to 1902
ELBERT A. YOUNG, St. Paul, Minn.

1902 to 1904
J. HARRY TREGOE, Baltimore, Md.

1904 to 1905
FREDERICK W. STANDART, Denver, Colo.

1905 to 1907
OLIVER G. FESSENDEN, New York, N. Y.

1907 to 1909
FRANK M. GETTYS, Louisville, Ky.

1909 to 1911
FINLAY H. MCADOW, Chicago, Ill.

1911 to 1912
HARRY NEW, Cleveland, Ohio.

1912 to 1914
F. R. SALISBURY, Minneapolis, Minn.

* Deceased.

ANNUAL CONVENTIONS

Toledo, Ohio, 1896

Kansas City, Missouri, 1897

Detroit, Michigan, 1898

Buffalo, New York, 1899

Milwaukee, Wisconsin, 1900

Cleveland, Ohio, 1901

Louisville, Kentucky, 1902

St. Louis, Missouri, 1903

New York City, New York, 1904

Memphis, Tennessee, 1905

Baltimore, Maryland, 1906

Chicago, Illinois, 1907

Denver, Colorado, 1908

Philadelphia, Pennsylvania, 1909

New Orleans, Louisiana, 1910

Minneapolis, Minnesota, 1911

Boston, Massachusetts, 1912

Cincinnati, Ohio, 1913

Rochester, New York, 1914

CONSTITUTION

[Adopted June 25, 1896. Revised and Amended.]

ARTICLE I.

Name

This Organization shall be known as "National Association of Credit Men."

ARTICLE II.

Object

The object of this Association shall be to organize individual credit men and associations of credit men throughout the United States into one central body, for the purpose of rendering more uniform, and establishing more firmly, the basis upon which credits in every branch of commercial enterprise may be founded, which shall include a demand for the reform of laws, Federal and State, unfavorable to honest debtors and creditors, and the enactment of laws beneficial to commerce throughout the United States; also to improve existing methods for the diffusion of information; to gather and disseminate data in relation to the subject of credits, to amend business customs, whereby commercial interests may be benefited and the welfare of all may be advanced; to encourage the establishment of local adjustment, prosecution and other bureaus, and to perform such other kindred lines of work as the members of this Association may determine upon in the manner hereinafter described.

ARTICLE III.

Membership

Sec. 1. (a) The membership of this Association shall consist of credit men representing firms, corporations or individuals engaged in any legitimate line of business where credits

Membership

are given, and members of associations of credit men hereinafter referred to as affiliated associations.

(b)—Membership shall be divided into two classes, viz.: Organized and Individual.

Sec. 2. (a) Organized membership shall consist of those who are members of affiliated associations.

(b)—Any affiliated association more than sixty days in arrears of dues to this Organization shall be reported by the Secretary to the Board of Directors for such action as it may deem proper, and may be dropped from membership by said Board.

(c)—Upon the payment of dues by an association as herein provided there shall be issued to such association a certificate, signed by the President, the Secretary and the Treasurer under the seal of the Association, setting forth that said association is an affiliated association or branch of the National Association of Credit Men and accepts such certificate subject to the Constitution and By-Laws of the National Association of Credit Men. No association shall withdraw from the National Association of Credit Men during the year for which the dues are paid, except by the consent of the Board of Directors of the National Association of Credit Men.

Sec. 3. (a) Individual membership shall consist of credit men representing individuals, firms or corporations, as hereinbefore provided, who may join the Association directly.

(b)—All applications for membership must be made to the Secretary in writing, and shall by him be referred to the Membership Committee, whose action shall be final.

(c)—Any individual member more than sixty days in arrears of dues shall cease to be a member of this Association, provided he has been notified at least twice by the Secretary of the non-payment of dues.

Membership

Sec. 4. Any officer, member or affiliated association may be suspended, expelled or otherwise disciplined for cause, provided such officer, member or affiliated association has been served with a written notice of the charges preferred against him or it at least fifteen days before a hearing thereon. Such hearing shall be before the Board of Directors and such officer, member or affiliated association shall have the right to be heard thereon. The action of such Board of Directors shall be final.

ARTICLE IV.

Annual Dues

The annual dues shall be as follows:

Sec. 1. For organized membership, $3.50 for every member on the roll of an affiliated association, which shall be paid annually, in advance; fifty cents of the amount so paid to be tendered to and accepted by the Association as the subscription price, per annum, for each member, to the MONTHLY BULLETIN of the National Association of Credit Men.

Sec. 2. For individual membership, $10, payable annually, in advance; fifty cents of the amount so paid to be tendered to and accepted by the Association as the subscription price, per annum, for each member to the MONTHLY BULLETIN of the National Association of Credit Men.

ARTICLE V.

Annual Meeting

No annual meeting of the Association shall be held, but in the place and stead thereof an annual convention shall be held, which convention shall have and exercise all the powers of an annual meeting. The time and place of holding such annual convention shall be decided upon by the Board of Directors.

ARTICLE VI.

(*As Amended May* 20, 1910.)

Representation

Each affiliated branch shall be entitled in annual convention to one delegate for every fifteen members or fraction thereof on a membership up to and including 300. In addition thereto affiliated branches having a membership of more than 300, shall be entitled in annual convention to one delegate for every thirty members or fraction thereof, in excess of 300. The time of determining the number of delegates each affiliated branch is entitled to, shall be the first day of the calendar month during which the annual convention is held. Each delegate shall at an annual convention be entitled to poll one vote for each member he may represent. Any delegate present at an annual convention may also be designated by the association he represents to act as alternate for one or more delegates from the same association not attending such annual convention, and when so designated, such delegate in addition to his vote as delegate, shall have the right to vote as alternate for such non-attending delegates. Each individual member present at an annual convention shall be entitled to one vote, provided he is not a delegate of a local association.

Individual members not present shall be entitled to vote by proxy; provided, however, that the holder and giver of the proxy shall be residents of the same State.

No salaried officer or employee of the Association shall have the right to hold a proxy.

ARTICLE VII.

(*As Amended June* 20, 1912.)

Officers and Directors

The officers of the Association shall consist of a President, a First Vice-President, a Second Vice-President, a Treasurer, a Secretary and a Board of Directors, consisting of twenty members and the President, First Vice-President, Second Vice-President, the Treasurer and the Secretary, by virtue of their offices. *Officers and Directors*

The President shall be chairman of the Board of Directors.

At the annual convention in 1912 there shall be thirteen directors elected, three of whom shall be elected for the period of one year, and ten of whom shall be elected for the period of two years; the ten nominees receiving the highest number of votes shall serve two-year terms and the three receiving the next highest number of votes shall serve one-year terms, this to apply to the election of 1912; thereafter, in each year, there shall be elected ten directors whose terms of office shall be two years.

When the membership of the Association reaches 20,000, the Board of Directors shall be enlarged from year to year by the election of one additional director for each thousand members or fraction thereof in excess of the above basis. Such additional directors shall be elected to serve two years.

The terms of office of all other officers shall be one year or until their successors shall be elected and qualified, and all officers shall serve without compensation, except the Secretary, whose salary shall be fixed by the Board of Directors.

ARTICLE VIII.

(*As Amended June* 23, 1908.)

Manner of Elections

The President and the Vice-Presidents shall be elected by ballot at each annual convention in the following manner:

After nominating speeches have been made, the convention will proceed to ballot for said officers for the ensuing year, and the nominees

Manner of Elections

receiving the highest number of votes for the respective offices shall be declared elected.

The Board of Directors shall be elected in annual convention, in the following manner:

(*As Amended June* 17, 1913.)

On the first day of the convention, a nominating committee of fifteen shall be appointed by the President, such committee to receive, consider and present to the convention as nominees, the names of candidates eligible to election as members of the Board of Directors. A ballot shall be taken and the candidates receiving the highest number of votes shall be declared elected to fill the existing vacancies. No affiliated association shall be entitled to more than one representative on the Board of Directors, nor to more than one member of the nominating committee.

The Secretary and the Treasurer shall be elected by the Board of Directors. The offices of Secretary and Treasurer may be filled by one person.

ARTICLE IX.

Order of Business at Conventions

The following order of business shall be observed at conventions:

1. Report of the President.
2. Report of the Treasurer.
3. Report of the Secretary.
4. Appointment of Committees.
   a. Resolutions.
   b. Auditing.
   c. Credentials.
   d. Nominations.
5. Announcement of Chairmen of State Delegations.
6. Reports of Standing Committees.
7. Reports of Special Committees.
8. Elections.
9. Unfinished Business.
10. Miscellaneous Business.

ARTICLE X.

Standing Committees

(*As Amended June* 18, 1909, *May* 20, 1910, *and June* 17, 1913.)

The Standing Committees shall be:

A. Legislative.
B. Bankruptcy.
C. Adjustment Bureau.
D. Membership.
E. Mercantile Agency.
F. Business Literature.
G. Credit Department Methods.
H. Investigation and Prosecution.
J. Fire Insurance.
K. Banking and Currency.
L. Credit Co-operation.
M. Credit Education and Management.
N. Commercial Arbitration.

The committees shall be appointed by the President as soon as possible after the annual convention, subject to the approval of the Board of Directors.

ARTICLE XI.

Quorum

The constitutional quorum shall consist of one hundred members or delegates present and qualified to vote.

The quorum for the Board of Directors shall be nine.

ARTICLE XII.

Management

The management of this Association shall be vested in the Board of Directors, and the appropriation of all moneys for the necessary expenses of the Association shall be made by that Board.

ARTICLE XIII.

Central Office

The central office of the Association may be located in such city as the Board of Directors shall decide.

ARTICLE XIV.

Amendments

Alterations, additions or amendments to the Constitution or By-Laws of this Association shall be made only at a regular convention thereof, and by a two-thirds vote of the members represented thereat. No proposition to alter, add or amend shall be acted upon unless written or printed notice thereof has been given to the Secretary at least thirty days prior to the holding of the convention at which the same is to be submitted for action. A copy of any such proposition shall be embodied in the call for the next regular convention and published in the MONTHLY BULLETIN before the date of such next regular convention at which the proposition is to be acted upon.

BY-LAWS

ARTICLE I.

President

Sec. 1. The President shall preside at all conventions of the Association and meetings of the Board of Directors, and be the chief executive officer, exercising a general supervision over the interests and the welfare of the Association. He shall call special meetings of the Board of Directors at his discretion or upon the written request of three members, and special conventions of the Association upon the written request of three hundred members.

Sec. 2. The Vice-Presidents, in the absence of the President, shall, in their order, perform the duties of and have the same authority as the President.

Sec. 3. In the absence of the President and Vice-Presidents a President pro tempore shall be elected by ballot from the Board of Directors.

ARTICLE II.

Secretary

The duties of the Secretary shall be such as may be assigned to him from time to time by the Board of Directors. He shall answer all correspondence, may sign all documents issued by the Association, shall keep the accounts, receive all moneys paid to the Association, and shall turn the same over to the Treasurer within thirty days, taking his receipt therefor, and shall make a report to the annual convention. He shall give bond for the faithful discharge of his duties, in a sum and with sureties as required by the Board of Directors.

ARTICLE III.

Treasurer

The Treasurer shall receive from the Secretary all funds paid in, and shall deposit the same in such banking institution as may be designated by the Board of Directors, and shall disburse the same by order of the said Board. His accounts and books shall at all times be open to the inspection of the Board of Directors and the President. He shall make a report to the Association annually, or oftener if required, and give bond for the faithful discharge of his duties in a sum and with sureties as required by the Board of Directors.

ARTICLE IV.

Board of Directors

The Board of Directors shall manage and control the business of the Association and all appropriations of its funds, but shall have no power to make the Association liable for any debt or debts to an amount which shall exceed the sum of cash in the hands of the Treasurer and not otherwise appropriated. The Board shall, as soon after the annual convention as possible, act upon the committee appointments made by the President, and may instruct the President to appoint such other committees as occasion may require and as may seem proper for the carrying out of the objects of the Association. The President shall, with the approval of the Board of Directors, have power to fill vacancies.

ARTICLE V.

Standing Committees

Sec. 1. The standing committees shall consider such matters as are pertinent to their specific objects, and shall suggest to the Board of Directors for approval such lines of action as may be deemed wise. Each standing committee shall consist of five members, with the exception of the Legislative Committee.

Standing Committees

Sec. 2. The Legislative Committee shall consist of one member from each affiliated association and one member from each State in which there is no such association.

ARTICLE VI.

Association Property

All officers and chairmen of committees shall report in writing, at the annual convention of the Association. All books, documents, reports of officers and reports of chairmen of committees shall be the property of the Association.

ARTICLE VII.

Amendments

These By-Laws may be amended as provided for in Article XIV of the Constitution.

BROOKLYN EAGLE PRESS

MSH 21823

END OF
TITLE